

# T<sup>3</sup>: Trustee Training Tips

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## NO QUORUM? NO MEETING!

It happens...to the best of boards at times...for reasons no one can anticipate or prevent: a quorum of the members does not attend a given meeting. So, what happens when that happens?

According to the Open Meetings Act (KRS 61.800-61.850), and five separate Open Meetings Decisions (93-OMD-63; 01-OMD-141; 02-OMD-127; 05-OMD-117; and 07-OMD-041) as well as one Opinion of the Attorney General (OAG 84-208), *unless you have a quorum present you cannot hold the library board meeting.* The subject is well covered and cited, as listed above, and decisions of the Attorney General's office regarding matter of Open Meetings and Open Records have the force of law. And while parliamentary procedure is a moot point in the face of statute, it reiterates the point. *Robert's Rules of Order, Newly Revised* (10<sup>th</sup> edition) states that the only action that can be legally taken in the absence of a quorum is to fix the time to adjourn, adjourn, recess, or take measures to obtain a quorum.

To return to the question of what to do when it happens, there are two options open to library boards that find themselves without sufficient members present to make a quorum: adjourn immediately or reschedule the meeting for later in the month.

Since you cannot conduct business and since that is the purpose of your meeting, you can adjourn as soon as it is determined that a quorum is not present. The presiding officer will state that the meeting was held on whatever date and there being no quorum present, the meeting was adjourned. The meeting is not called to order, since the board would be in violation of KRS 61.810(2) to proceed with the meeting. There are "minutes" only in the sense that the secretary (or person acting in his/her absence) will record that the meeting was held, there was no quorum, and the members adjourned. Those individuals not present will be recorded as absent and this absence will count toward their total number for their term year. Remember, four absences in a trustee's term year constitutes an automatic resignation from the board.

Reschedule the meeting if there are items of business that cannot reasonably wait until the next regularly scheduled monthly meeting. This will become a special called meeting and will need to be conducted under the explicit rules of a special called meeting, but since it will replace the attempted monthly meeting, it will be the meeting of record for the purpose of counting absences that month. Remember to post notice of the rescheduled meeting and the agenda in the required places.

## COMMON MISCONCEPTIONS

Urban legends and myths abound in our culture: from roaches in beehive hairdos to dire warnings on hotel card keys in well-meaning emails forwarded to entire contact lists. But did you know there are library misconceptions floating around as well? And some sound so “right” you may have accepted them as truth yourself. In these two pages, we are going to explore a few common ones and you are invited to ask about others. Who knows? You may inspire a topic for the next edition with your questions.

**Myth #1: Secret minutes are kept of a closed or executive session.** No minutes are needed as no action can be taken in anything other than an open meeting with a quorum present.

**Myth #2: Up to two trustees can serve on a committee without invoking the Open Meetings Act.** It is true that two trustees do not make a quorum of a five member board, but according to the Attorney General’s office, this does not exempt public agencies or their committees, regardless of size, from meeting in secret. Lest you frown at the word “secret” to describe such a meeting, please realize that for public agencies meetings are either open or secret. Absence of a quorum does not change this aspect and the public’s business must be discussed, as well as acted upon, in public.

**Myth #3: The public hearing to set the library’s tax rate is a special called meeting of the library board.** No, it is only a Public Hearing. Trustees don’t even have to be present, though it is a PR position and most agree they should be for that reason. Legally, however, it is only a time for the public to make statements or ask questions about the tax rates. There does not need to be a meeting, a quorum, or minutes.

**Myth #4: If a trustee wants to be reappointed to a second term, no action is necessary.** There are no re-appointments; appointments to serve a second term are handled exactly as an initial appointment. The way a trustee is appointed depends on how the library was established: taxing district or unit of local government.

**Myth #5: Minutes of the board meeting need to reflect details of everything discussed in the meeting.** Legally, only the names of those in attendance, time, date, and nature of meeting (whether regular or special called) and motions made and passed need to be reflected in the minutes.

**Myth #6: The president of the board only votes to break a tie.** This depends solely upon the rules of procedure (or order) that have been adopted by the board and recorded in the library’s bylaws. It should speak, not only of the president, but to the presiding officer of any given meeting.

**Myth #7: Since everyone in town knows the treasurer, there is no need to spend the money to bond the treasurer.** It is a statutory requirement that the treasurer be bonded in an amount determined by the board. This bonding is not the same thing as the Errors and Omissions insurance that the library may provide for trustees.

**Myth #8: It doesn’t matter if the board meets at a regular time and in a regular place.** KRS Chapter 173 mandates that all library boards meet once each month on a “regularly scheduled basis.” It is also a violation of KRS 61.820 (Open Meetings) to fail to adopt a schedule of regular meetings or to fail to provide adequate notice of a special called meeting. Without a regularly scheduled meeting, the public is not able to attend meetings.

**Myth #9: An audit is required every year for all taxing district libraries.** The requirements of an audit are determined by a library's annual budget: those with budgets over \$400,000 must have an annual audit; those under \$400,000 are required to have a one-year audit every four (4) years. Of course a library on a 4-year cycle may adopt a policy to have audits more frequently, have financial statements done between audits, or may order an audit at any time it deems necessary.

**Myth #10: The vice-president automatically becomes president when that office is next open.** The office of vice-president is not that of president-elect, so there is no automatic succession. Board officers are elected for a term of two (2) years and can succeed themselves throughout their term. Upon vacancy of the presidency, an election must be held to elect a new president. All trustees are equally eligible for the office.

**Myth #11: It is not required that library trustees take an oath of office.** All trustees, including those beginning a second term, must be sworn in before they are viable board members. The oath does not have to be administered by the County Judge-Executive, though many boards elect to do this for the PR aspect; any notary can administer the oath. Nor does the oath have to address the dueling issue. That oath is specifically for *elected* officials and library board members are *appointed*. However, engaging in a duel after becoming a trustee may result in your removal from office.

**Myth #12: A quorum of the library board may hold its monthly meeting en-route to a trustee training event.** There may actually be two statute violations in doing the meeting-in-the-van option. Definitely the public cannot attend and, if the training site is not in the county, the portion spent out-of-county is in violation.

**Myth #13: The board does not need to approve the individual bills each month.** Good business practice would indicate that approving the budget/financial report is sufficient, however, KRS 173 Chapter requires that library boards approve a voucher listing all bills each month. True, many of these may already have been paid, but the law says they must still be approved. A quick way to accomplish this is to simply state the motion to approve the treasurer's report so as to include "and pay the bills."

**Myth #14: The board should strive for 100% agreement on all issues.** Not necessarily so. Your board has five (in a few cases, more) members to represent five different points of view. Do you agree 100% with your family on every issue? Does that mean you don't like them or are being difficult to get along with? Differences of opinion should be welcomed as long as they are expressed in a civil manner.

**Myth #15: Your board does not need training in being a board.** All boards can learn to be better boards; all trustees can learn to be better trustees. Take advantage of every opportunity to learn more.

***T<sup>3</sup>:Trustee Training Tips*** is published quarterly by the Field Services Division of the Kentucky Department for Libraries and Archives. Correspondence should be addressed to the editor, Nelda Moore, at Lincoln Trail Regional Office, 201 Cathedral Manor, Suite One, Bardstown 40004-1250. Phone 502.348.8181; Fax 502.348.8182; email: nelda.moore@ky.gov.

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## LIBRARY LETTERS

*Dear Marian Librarian,*

*We have read the Kentucky Revised Statutes and understand the conflicts of interest listed there. Are there any others besides those?*

*-- Troubled Trustee*

Dear Troubled,

Those listed in statute are the only ones that are of legal standing: selling books, magazines, supplies, equipment, materials, insurance, or services. But there may be situations that present ethical conflicts of interest to specific trustees from time to time. While no law is broken if the trustee does not recuse herself from voting on the matter, all board members are expected to behave ethically and any board may adopt a code of ethics to further govern trustee conduct. An example might be knowing a candidate for director or being friends with his family.

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and Archives  
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Bardstown KY 40004-1250**

**Return Service Requested**



## QUOTABLE QUOTES

“Censorship, like charity, should begin at home: but unlike charity, it should end there.”

*- Claire Booth Luce*

“As a general rule, the most successful man in life is the man who has the best information.”

*- Benjamin Disraeli*

“Reading to kids is to ordinary reading what jazz is to a string quartet.”

*- Sean Wilentz*

“Whatever the costs of our libraries, the price is cheap compared to that of an ignorant nation.”

*- Walter Cronkite*

“A truly great library contains something in it to offend everyone.”

*- Jo Godwin*